

BEFORE THE
PENNSYLVANIA GAMING CONTROL BOARD

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PA GAMING CONTROL BOARD
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In Re: Petition of Downs Racing, L.P. for :
Approval of Authorization to Conduct Table :
Games and Issuance of a Table Games :
Operation Certificate :

Docket No. 1262-2010

FILED

FEB 19 2010

1262-2010

Board Clerk PGCB

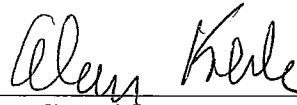
**SUPPLEMENT NO. 2 TO DOWN'S RACING, L.P. PETITION
FOR APPROVAL OF AUTHORIZATION TO CONDUCT TABLE GAMES
AND ISSUANCE OF A TABLE GAMES OPERATION CERTIFICATE**

Downs Racing L.P., t/a Mohegan Sun at Pocono Downs ("MSPD") respectfully submits this Supplement No. 2 to its Petition for Approval of Authorization to Conduct Table Games and Issuance of a Table Games Operation Certificate and states in support of this Supplement and its underlying petition as follows:

1. On January 22, 2010, MSPD submitted its Petition for Approval of Authorization to Conduct Table Games and Issuance of a Table Games Operation Certificate ("Petition").
2. On February 11, 2010, MSPD submitted Supplement No. 1 which included a revised Appendix 3.
3. MSPD is submitting a 2nd Revised Appendix 3 which makes the minor modification of reducing the number of Blackjack tables from 47 to 46 and increasing the Spanish 21 tables from 3 to 4. 2nd Revised Appendix 3 is attached hereto as "Exhibit A."

WHEREFORE, for all of the foregoing reasons, the Board should grant this Petition and issue a table games operation certificate to MSPD.

Respectfully submitted,



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Of Counsel:

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Dated: February 19, 2010

Attorneys for Downs Racing, L.P. d/b/a
Mohegan Sun at Pocono Downs

EXHIBIT A

Appendix 3

Live Banking

46 Blackjack

4 Craps

4 Roulette

4 Three Card Poker

4 Spanish 21

2 Mini Baccarat

2 Pia Gow Poker

66 Total

Non Banking

16 poker tables

Electronic Gaming Tables

None

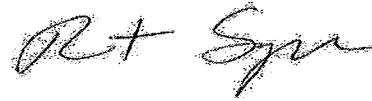
Fully Automated Electronic Gaming Table

One Blackjack Machine

VERIFICATION

I, Robert Soper, hereby state that the facts above set forth are true and correct to the best of my knowledge, information and belief and that I expect to be able to prove the facts. I understand that the statements herein are made subject to the penalties of 18 Pa.C.S. § 4904 relating to falsification to authorities.

Date: February 19, 2010

A handwritten signature in cursive script, appearing to read "Rt Soper", written in dark ink.

Robert Soper

CERTIFICATE OF SERVICE

The undersigned counsel for Downs Racing, L.P. hereby certifies that a true and correct copy of the foregoing document was served this date by hand delivery, addressed as follows:

Cyrus Pitre, Chief Enforcement Counsel
Nan Davenport, Deputy Chief Enforcement Counsel
Pennsylvania Gaming Control Board
Verizon Tower, 5th Fl.
Strawberry Square
Harrisburg, PA 17120



Alan Kohler
Attorney for Downs Racing, L.P.

Dated: February 19, 2010